

## GIBSON, DUNN &amp; CRUTCHER LLP

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INCLUDING PROFESSIONAL CORPORATIONS

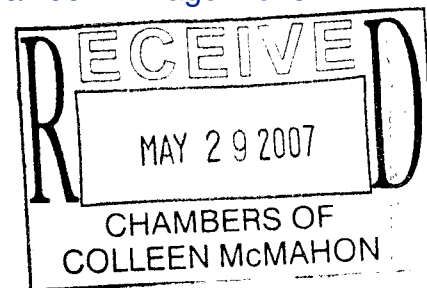
200 Park Avenue New York, New York 10166-0193

(212) 351-4000

www.gibsondunn.com

escrio@gibsondunn.com

May 25, 2007



MEMO ENDORSED

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Direct Dial  
(212) 351-3917

Fax No.  
(212) 351-5246

VIA FACSIMILE

Honorable Colleen McMahon, United States District Judge  
United States Courthouse  
300 Quarropas Street, Room 533  
White Plains, New York 10601-4150

Client No.  
T 94625-00001

Re: Hunke v. Braun, No. 7:05-CV-10224-CM, Schupp v. Braun, No. 7:05-CV-10225-CM, and Altman v. Braun, No. 7:05-CV-10226-CM  
(coordinated for pretrial proceedings with In re Veeco Instruments Inc. Sec. Litig., No. 7:05-MD-01695-CM-GAY)

Dear Judge McMahon:

I am counsel for the defendants in the above-referenced, consolidated derivative actions (the "Derivative Action"), which has been coordinated for pretrial proceedings with the consolidated securities litigation captioned In re Veeco Instruments Inc. Sec. Litig., No. 7:05-MD-01695-CM-GAY (the "Securities Action"). I am enclosing a stipulation and proposed order by all parties to the Derivative Action as to which we respectfully request Your Honor's endorsement. The stipulation and proposed order provides that the trial of the Derivative Action will occur after the trial of the Securities Action, in light of the significantly different claims, defenses, and questions of fact and law in the two actions, and the fact that the actions share only one common defendant.

Thank you for your consideration of the parties' proposed order.

Respectfully,

*Robert F. Scavo*  
Robert F. Scavo

*5/29/2007*  
*I had planned to transfer these actions back to the EDNY (Leferson) when discovery was concluded. I have no jurisdiction that I am aware of to try it absent the parties' consent, and given the fact that I have unexpected inherited 3/4 of Judge Casey's docket, I am certainly not reaching out for trials.*

## GIBSON, DUNN & CRUTCHER LLP

Honorable Colleen McMahon

May 25, 2007

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RFS/dph

Enclosure(s)

cc: Robert L. Harwood, Esq.  
Nadeem Faruqi, Esq.  
Brian D. Penty, Esq.  
Sherrie R. Savett, Esq.

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X  
IN RE VEECO INSTRUMENTS INC.  
SECURITIES LITIGATION

No. 7:05-MD-01695-CM-GAY

----- X  
THIS DOCUMENT RELATES TO:  
----- X

EDWARD J. HUNEKE, derivatively on behalf  
of VEECO INSTRUMENTS, INC.,

No. 7:05-CV-10224-CM

Plaintiff,

v.

EDWARD H. BRAUN, et al.,

Defendants.  
----- X

AUGUST SCHUPP, III, derivatively on behalf  
of VEECO INSTRUMENTS, INC.,

No. 7:05-CV-10225-CM

Plaintiff,

v.

EDWARD H. BRAUN, et al.,

Defendants.  
----- X

DAVID ALTMAN, derivatively on behalf  
of VEECO INSTRUMENTS, INC.,

No. 7:05-CV-10226-CM

Plaintiff,

v.

EDWARD H. BRAUN, et al.,

Defendants.  
----- X

**JOINT STIPULATION AND [PROPOSED] ORDER TO STAY THE  
TRIAL OF THE DERIVATIVE ACTION**

WHEREAS, the above referenced derivative actions, Huneke v. Braun, No. 7:05-CV-10224-CM (originally No. 1:05-CV-01384-LDW-ETB), Schupp v. Braun, No. 7:05-CV-10225-CM (originally No. 1:05-CV-01624-LDW-ETB) and Altman v. Braun, No. 7:05-CV-10226-CM

(originally No. 1:05-CV-01986-LDW-ETB), were consolidated into a single action (No. 1:05-CV-01384-LDW-ETB) in the Eastern District of New York on July 29, 2005 (the "Derivative Action"), and Plaintiffs' Consolidated Amended Verified Shareholder Derivative Complaint (the "CAC") was filed in the Eastern District of New York on September 26, 2005;

WHEREAS, the Judicial Panel on Multidistrict Litigation transferred the Derivative Action from the Eastern District of New York to this Court on or about November 30, 2005, pursuant to 28 U.S.C. § 1407(a), for "coordinated or consolidated pretrial proceedings" with In re Veeva Instruments Inc. Sec. Litig., No. 7:05-MD-01695-CM-GAY (the "Securities Action").

WHEREAS, in a telephone conference held on April 27, 2006, this Court ordered that, following its ruling on the Derivative Defendants' motion to dismiss the CAC, the Derivative Action would proceed on the same discovery schedule as the Securities Action;

WHEREAS, this Court has set a trial date for the Securities Action of July 9, 2007;

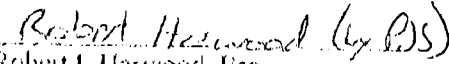
WHEREAS, the Derivative Action and the Securities Action involve significantly different claims, defenses, and questions of fact and law, and only one overlapping defendant; and

WHEREAS, all of the parties to the Derivative Action are in agreement that the trial of the Derivative Action should not be held until after the trial of the Securities Action;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and between undersigned counsel on behalf of all parties to the Derivative Action that, subject to the approval of this Court, the trial of the Derivative Action will occur after the trial of the Securities Action is completed, at a date to be determined by this Court, and the pretrial order and motions *in limine* in connection with the Derivative Action shall be due thirty (30) days following the conclusion of the trial of the Securities Action.

Dated: New York, NY  
May 16, 2007

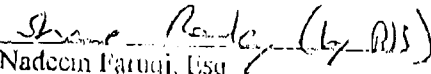
**HARWOOD FEEFER LLP**

  
Robert F. Harwood, Esq.  
Samuel K. Rosen, Esq.  
Joshua D. Glatter, Esq.

488 Madison Avenue  
New York, New York 10022

*Attorneys for Derivative Plaintiffs*


**FARUQI & FARUQI, LLP**

  
Nadeem Faruqi, Esq.  
Shane Rowley, Esq.  
Beth A. Keller, Esq.

320 East 39th Street  
New York, New York 10016

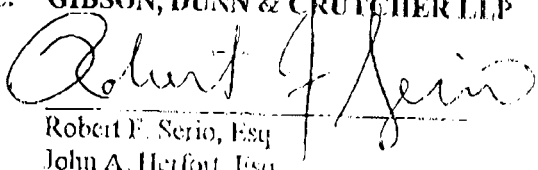
*Attorneys for Derivative Plaintiffs*

**GOLDMAN, SCARLATO & KARON, P.C.****GIBSON, DUNN & CRUTCHER LLP**

  
Brian D. Penny, Esq.  
Mark S. Goldman, Esq.  
Paul J. Scarlato, Esq.

101 West Elm Street, Suite 360  
Conshohocken, Pennsylvania 19128

*Attorneys for Derivative Plaintiffs*

  
Robert F. Serio, Esq.  
John A. Herfort, Esq.  
J. Ross Wallin, Esq.

200 Park Avenue, 47th Floor  
New York, New York 10166

*Attorneys for Defendants*

**IT IS SO ORDERED:**

Dated: \_\_\_\_\_, 2007

\_\_\_\_\_  
Honorable Colleen McMahon  
United States District Court Judge